

UNITED STATES DISTRICT COURT  
DISTRICT OF NEVADA

KIMBERLY BERNARD, Derivatively on  
Behalf of MARATHON DIGITAL  
HOLDINGS, INC. (f/k/a MARATHON  
PATENT GROUP, INC.),

Plaintiff,

v.

FRED THEIL, GEORGES ANTOUN, KEVIN  
DENUCCIO, SARITA JAMES, JAY LEUPP,  
SAID OUISSAL, MERRICK D. OKAMOTO,  
and SIMEON SALZMAN,

Defendants,

and

MARATHON DIGITAL HOLDINGS, INC.  
(f/k/a MARATHON PATENT GROUP, INC.),

Nominal Defendant.

CASE NO.: 2:22-cv-00305

**VERIFIED PETITION FOR  
PERMISSION TO PRACTICE IN  
THIS CASE ONLY BY  
ATTORNEY NOT ADMITTED TO  
THE BAR OF THIS COURT AND  
DESIGNATION OF LOCAL  
COUNSEL**

FILING FEE IS \$250.00

Stephen A. Radin,

(name of petitioner)

Petitioner, respectfully represents to the Court:

1. That Petitioner is an attorney at law and a member of the law firm of

Weil, Gotshal & Manges LLP

(firm name)

with offices at 767 Fifth Avenue,

(street address)

New York,

(city)

New York,

(state)

10153,

(zip code)

212-310-8770,

(area code + telephone number)

stephen.radin@weil.com,

(Email address)

2. That Petitioner has been retained personally or as a member of the law firm by

all Defendants and Nominal Defendant

[client(s)]

to provide legal representation in connection with

the above-entitled case now pending before this Court.

4. That Petitioner was admitted to practice before the following United States District Courts, United States Circuit Courts of Appeal, the Supreme Court of the United States and Courts of other States on the dates indicated for each, and that Petitioner is presently a member in good standing of the bars of said Courts.

5. That there are or have been no disciplinary proceedings instituted against petitioner, nor any suspension of any license, certificate or privilege to appear before any judicial, regulatory or administrative body, or any resignation or termination in order to avoid disciplinary or disbarment proceedings, except as described in detail below:

--

1           6.       That Petitioner has never been denied admission to the State Bar of Nevada. (Give  
2 particulars if ever denied admission):

3 None.  
4  
5

6           7.       That Petitioner is a member of good standing in the following Bar Associations.

7 None.  
8  
9

10           8.       Petitioner has filed application(s) to appear as counsel under Local Rule IA 11-2  
11 (formerly LR IA 10-2) during the past three (3) years in the following matters: (State "none" if no applications.)

Date of Application	Cause	Title of Court Administrative Body or Arbitrator	Was Application Granted or Denied
None.			

18  
19 (If necessary, please attach a statement of additional applications)

20           9.       Petitioner consents to the jurisdiction of the courts and disciplinary boards of the  
21 State of Nevada with respect to the law of this state governing the conduct of attorneys to the same  
22 extent as a member of the State Bar of Nevada.

23           10.      Petitioner agrees to comply with the standards of professional conduct required of  
24 the members of the bar of this court.

25           11.      Petitioner has disclosed in writing to the client that the applicant is not admitted to  
26 practice in this jurisdiction and that the client has consented to such representation.  
27

That Petitioner respectfully prays that Petitioner be admitted to practice before this Court  
FOR THE PURPOSES OF THIS CASE ONLY.

STATE OF New York )  
COUNTY OF New York )

Stephen A. Radin  
Petitioner's signature

Stephen A. Radin, Petitioner, being first duly sworn, deposes and says:

That the foregoing statements are true.

Stephen A. Radin  
Petitioner's signature

Subscribed and sworn to before me this

22 day of March, 2022.

Mary Paul  
Notary Public or Clerk of Court

MARY PAUL  
Notary Public, State of New York  
No. 24-4895779  
Qualified in Kings County  
Commission Expires June 22, 2023

**DESIGNATION OF RESIDENT ATTORNEY ADMITTED TO  
THE BAR OF THIS COURT AND CONSENT THERETO.**

Pursuant to the requirements of the Local Rules of Practice for this Court, the Petitioner believes it to be in the best interests of the client(s) to designate James Pisanelli,  
(name of local counsel)  
Attorney at Law, member of the State of Nevada and previously admitted to practice before the above-entitled Court as associate resident counsel in this action. The address and email address of said designated Nevada counsel is:

Pisanelli Bice, PLLC 400 South 7th St., Suite 300  
(street address)

Las Vegas, Nevada, 89101  
(city) (state) (zip code)

702-214-2100, jip@pisanellibice.com  
(area code + telephone number) (Email address)

1 By this designation the petitioner and undersigned party(ies) agree that this designation constitutes  
2 agreement and authorization for the designated resident admitted counsel to sign stipulations  
3 binding on all of us.  
4

5 **APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL**

6  
7 The undersigned party(ies) appoint(s) James Pisanelli as  
8 his/her/their Designated Resident Nevada Counsel in this case.  
9

10  
11 (party's signature)

12 Jim Crawford, COO, Marathon Digital Holdings, Inc.  
13 (type or print party name, title)

14 (party's signature)

15 (type or print party name, title)  
16

17 **CONSENT OF DESIGNEE**

18 The undersigned hereby consents to serve as associate resident Nevada counsel in this case.  
19

20 (signature)  
21 Designated Resident Nevada Counsel's signature

22 4027 jjp@pisanellibice.com  
23 Bar number Email address


24 **APPROVED:**

25 **DATED this** 3rd day of May, 2022  
26

27 (signature)  
28 **RICHARD E. BOULWARE, II**  
**United States District Judge**

**APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

The undersigned parties appoint James Pisanelli as their Designated Resident Nevada Counsel in this case.

  
\_\_\_\_\_  
(signature)  
**Fred Thiel, CEO & Chairman, Marathon**  
\_\_\_\_\_  
(type or print party name, title)

\_\_\_\_\_  
(signature)  
**Georges Antoun, Director, Marathon**  
\_\_\_\_\_  
(type or print party name, title)

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(signature)  
**Kevin DeNuccio, Director, Marathon**  
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**Sarita James, Director, Marathon**  
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**Jay Leupp, Director, Marathon**  
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**Said Ouissal, Director, Marathon**  
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(type or print party name, title)

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(signature)  
**Merrick D. Okamoto, former CEO & Chairman, Marathon**  
\_\_\_\_\_  
(type or print party name, title)

\_\_\_\_\_  
(signature)  
**Simeon Salzman, CAO, Marathon**  
\_\_\_\_\_  
(type or print party name, title)



1 APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)

2 The undersigned parties appoint James Pisanelli as their Designated Resident Nevada  
3 Counsel in this case.

4  
5 (signature)  
6 Fred Thiel, CEO & Chairman, Marathon  
7 (type or print party name, title)

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9 Georges Antoun, Director, Marathon  
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18 Jay Leupp, Director, Marathon  
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21 Said Ouissal, Director, Marathon  
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24 Merrick D. Okamoto, former CEO & Chairman, Marathon  
25 (type or print party name, title)


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27 Simeon Salzman, CAO, Marathon  
28 (type or print party name, title)

1 **APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

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5 **Fred Thiel, CEO & Chairman, Marathon**  
6 (type or print party name, title)

7 \_\_\_\_\_ (signature)  
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9 (type or print party name, title)

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11 **Kevin DeNuccio, Director, Marathon** (signature)  
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14 **Sarita James, Director, Marathon**  
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26 **Simeon Salzman, CAO, Marathon**  
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1 **APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

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3 Counsel in this case

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25 (type or print party name, title)

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27 **Simion Salzman, CAO, Marathon**  
28 (type or print party name, title)

1 **APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

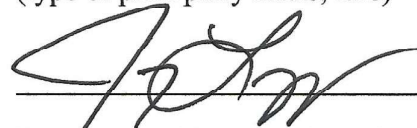
2 The undersigned parties appoint James Pisanelli as their Designated Resident Nevada  
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28 (type or print party name, title)

**APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

The undersigned parties appoint James Pisanelli as their Designated Resident Nevada Counsel in this case.

(signature)

**Fred Thiel, CEO & Chairman, Marathon**

(type or print party name, title)

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**Georges Antoun, Director, Marathon**

(type or print party name, title)

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**Kevin DeNuccio, Director, Marathon**

(type or print party name, title)

(signature)

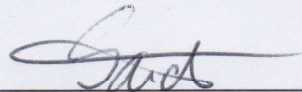
**Sarita James, Director, Marathon**

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**Jay Leupp, Director, Marathon**

(type or print party name, title)



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**Said Ouissal, Director, Marathon**

(type or print party name, title)

(signature)

**Merrick D. Okamoto, former CEO & Chairman, Marathon**

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(signature)

**Simeon Salzman, CAO, Marathon**

(type or print party name, title)



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**APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

The undersigned parties appoint James Pisanelli as their Designated Resident Nevada Counsel in this case.

\_\_\_\_\_  
(signature)  
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(type or print party name, title)


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\_\_\_\_\_  
(signature)  
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(type or print party name, title)

## APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)

The undersigned parties appoint James Pisanelli as their Designated Resident Nevada Counsel in this case.

(signature)

**Fred Thiel, CEO & Chairman, Marathon**

---

(type or print party name, title)

(signature)

**Georges Antoun, Director, Marathon**

(type or print party name, title)

(signature)

**Kevin DeNuccio, Director, Marathon**

(type or print party name, title)

(signature)

**Sarita James, Director, Marathon**

---

(type or print party name, title)

(signature)

## Jay Leupp, Director, Marathon

(type or print party name, title)

(signature)

**Said Ouissal, Director, Marathon**

(type or print party name, title)

(signature)

**Merrick D. Okamoto, former CEO & Chairman, Marathon**

(type or print party name, title)

Simeon Salzman

(signature)

**Simeon Salzman, CAO, Marathon**

(type or print party name, title)



PISANELLI BICE  
400 SOUTH 7TH STREET, SUITE 300  
LAS VEGAS, NEVADA 89101

James J. Pisanelli, Bar No. 4027  
Debra L. Spinelli, Bar No. 9695  
PISANELLI BICE PLLC  
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Las Vegas, Nevada 89101  
Telephone: 702.214.2100  
Facsimile: 702.214.2101  
Email: jjp@pisanellibice.com  
Email: dls@pisanellibice.com

Jonathan D. Polkes (*pro hac vice pending*)  
Stephen A. Radin (*pro hac vice pending*)  
Caroline Hickey Zalka (*pro hac vice pending*)  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: 212.310.8000  
Facsimile: 212.310.8007  
Email: jonathan.polkes@weil.com  
Email: stephen.radin@weil.com  
Email: caroline.zalka@weil.com

Attorneys for Defendants Georges Antoun,  
Kevin DeNuccio, Sarita James, Jay Leupp,  
Merrick D. Okamoto, Said Ouissal, Simeon  
Salzman, and Fred Thiel, and Nominal Defendant  
Marathon Digital Holdings, Inc.

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEVADA**

KIMBERLY BERNARD, Derivatively on Behalf  
of MARATHON DIGITAL HOLDINGS, INC.  
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Plaintiff,

v.

FRED THIEL, GEORGES ANTOUN, KEVIN  
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SAID OUISSAL, MERRICK D. OKAMOTO, and  
SIMEON SALZMAN,

Defendants,

-and-

MARATHON DIGITAL HOLDINGS, INC. (f/k/a  
MARATHON PATENT GROUP, INC.),

Nominal Defendant.

Case No.: 2:22-cv-00305-RFB-NJK

**CERTIFICATION OF STEPHEN A.  
RADIN**

PISANELLI BICE  
400 SOUTH 7TH STREET, SUITE 300  
LAS VEGAS, NEVADA 89101

1. I am an attorney with the law firm of Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153.

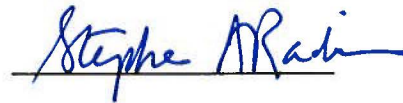
2. I make this certification pursuant to LR IA 11-2(b)(3).

3. I am a member in good standing of the bars set forth on Exhibit A attached hereto.

4. Attached as Exhibit B is my current Certificate of Good Standing to the Supreme Court for the State of New York, Appellate Division, First Department. This is the only state court where I am admitted. All of my other admissions are to federal courts.

5. I am in good standing in every court where I have been admitted to practice. Current Certificates of Good Standing are attached to Exhibit B.

6. There are no disciplinary proceedings pending against me as a member of the bar in any jurisdiction where I am admitted to practice.



Stephen A. Radin

Subscribed and sworn to before me this 27<sup>th</sup> day of April, 2022.



Notary Public or Clerk of Court

Ethna Clarke Serkanic  
Notary Public, State of New York  
No. 01SE4958123  
Qualified in New York County  
Commission Expires March 22, 2026

# **Exhibit A**

## **Bar Admissions**

**Exhibit A**

<b>Court</b>	<b>Date Admitted</b>	<b>Bar Number</b>
New York State Supreme Court, Appellate Division, First Department	02/06/1984	1901727
U.S. District Court, S.D.N.Y.	08/14/1984	SR6764
U.S. District Court, E.D.N.Y.	09/11/1984	SR6764
U.S. Court of Appeals for the Second Circuit	11/08/1988 (renewed on 04/19/2022)	No such number assigned
U.S. Court of Appeals for the Third Circuit	08/26/1998	No such number assigned
U.S. Supreme Court	03/18/1991	191885
U.S. Court of Appeals for the Ninth Circuit	02/22/1994	No such number assigned
U.S. Court of Federal Claims	03/08/2012	No such number assigned

# **Exhibit B**

## **Certificates of Good Standing**





*Appellate Division of the Supreme Court  
of the State of New York  
First Judicial Department*

---

*I, Susanna M. Rojas, Clerk of the Appellate Division of the Supreme Court of the State of New York, First Judicial Department, do hereby certify that*

*Stephen Alan Radin*

*was duly licensed and admitted to practice as an Attorney and Counselor at Law in all the courts of this State on February 6, 1984, has duly taken and subscribed the oath of office prescribed by law, has been enrolled in the Roll of Attorneys and Counselors at Law on file in this office, is duly registered with the Administration Office of the Courts, and according to the records of this Court is currently in good standing as an Attorney and Counselor-at-Law.*



*In Witness Whereof, I have hereunto set  
my hand in the City of New York on  
April 19, 2022.*

A handwritten signature in black ink, reading "Susanna M. Rojas".

*Clerk of the Court*



Supreme Court of the State of New York  
Appellate Division, First Department

ROLANDO T. ACOSTA  
PRESIDING JUSTICE

SUSANNA MOLINA ROJAS  
CLERK OF THE COURT

MARGARET SOWAH  
DEPUTY CLERK OF THE COURT

To Whom It May Concern

An attorney admitted to practice by this Court may request a certificate of good standing, which is the only official document this Court issues certifying to an attorney's admission and good standing.

An attorney's registration status, date of admission and disciplinary history may be viewed through the attorney search feature on [the website of the Unified Court System](#).

New York State does not register attorneys as active or inactive.

An attorney may request a disciplinary history letter from the [Attorney Grievance Committee of the First Judicial Department](#).

Bar examination history is available from the [New York State Board of Law Examiners](#).

Instructions, forms and links are available on [this Court's website](#).

Susanna Rojas  
Clerk of the Court

Revised October 2020

**United States District Court**  
**Southern District of New York**

**Certificate of Good Standing**

I, *Ruby J. Krajick*, Clerk of Court, Certify that

STEPHEN ALAN RADIN, Bar # SR6764

was duly admitted to practice in the Court on

AUGUST 14, 1984

and is in good standing as a member of the Bar of this Court

Dated at

500 Pearl St.  
New York, New York

On

April 19, 2022

A handwritten signature in black ink, appearing to read "Ruby J. Krajick", is written over a circular, faded seal of the United States District Court for the Southern District of New York. The signature is stylized and extends to the right of the seal.

Ruby J. Krajick  
Clerk of Court

By

s/ A. Eames  
Deputy Clerk

UNITED STATES DISTRICT COURT  
for the  
Eastern District of New York

**CERTIFICATE OF GOOD STANDING**

I, Brenna B. Mahoney, Clerk of this Court,  
certify that Stephen Alan Radin, Bar # SR6764,  
was duly admitted to practice in this Court on 09/11/1984, and is in good standing as a member  
of the Bar of this Court.

Dated at Brooklyn on 04/19/2022  
*(Location)* *(Date)*

Brenna B. Mahoney  
CLERK OF COURT

David Afrani  
Deputy Clerk



**UNITED STATES COURT OF APPEALS  
FOR THE SECOND CIRCUIT**

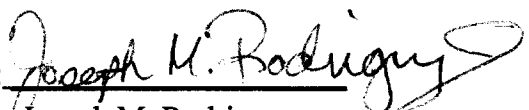
**CERTIFICATE OF GOOD STANDING**

I, **CATHERINE O'HAGAN WOLFE**, Clerk of the United States Court  
of Appeals for the Second Circuit,

CERTIFY that Stephen A. Radin, as duly admitted to practice in said Court  
on November 8, 1988 and is in good standing.

**CATHERINE O'HAGAN WOLFE**  
Clerk of Court

Dated: April 20, 2022  
New York, New York

By:   
Joseph M. Rodriguez  
Deputy Clerk



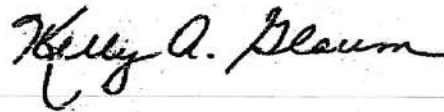
**UNITED STATES COURT OF APPEALS FOR  
THE THIRD CIRCUIT  
CERTIFICATE OF GOOD STANDING**

I, PATRICIA S. DODSZUWEIT, Clerk of the United States Court of Appeals for the Third Circuit, DO HEREBY CERTIFY THAT **Stephen A. Radin, Esq.** was admitted to practice before this Court as an attorney and counselor on **August 26, 1998**, he or she has never been suspended nor disbarred, and is presently a member of the bar of this Court in good standing.

I DO FURTHER CERTIFY that there are no grievances or complaints pending before the Disciplinary Committee of this Court against said attorney and counselor.

IN TESTIMONY WHEREOF, I have hereunto  
subscribed my name and affixed the seal  
of the said Court, at Philadelphia,  
this **20th** day of **April, 2022**.

PATRICIA S. DODSZUWEIT, Clerk  
United States Court of Appeals  
For the Third Circuit



---

By: \_\_\_\_\_  
Kelly A. Glaum  
Chief Deputy Clerk

Supreme Court of the United States  
OFFICE OF THE CLERK  
WASHINGTON, D.C. 20543



**STEPHEN A. RADIN  
OF NEW YORK, NY**

was duly admitted and qualified as an Attorney and Counselor for the Supreme Court of the United States on the eighteenth day of March, in the year one thousand nine hundred and ninety-one, and is now a member of the Bar of this Court in good standing.

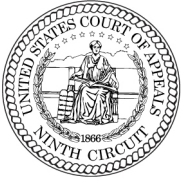
In testimony, whereof, as Clerk of said Court, I have hereunto set my hand and affixed the seal of said Court, at the City of Washington, this twenty-first day of April 2022.

**Scott S. Harris**  
*Clerk of the Supreme Court  
of the United States*

By

A handwritten signature in blue ink, appearing to read "Terry R. [unclear]".

Assistant Admissions Officer



Molly C. Dwyer  
Clerk of Court

Office of the Clerk  
**United States Court of Appeals for the Ninth Circuit**  
Post Office Box 193939  
San Francisco, California 94119-3939  
415-355-8000

## **Certificate of Good Standing**

I, Molly Dwyer, Clerk of this Court, certify that Stephen Radin was duly admitted to practice in this Court on February 22, 1994 and is in good standing in this Court.

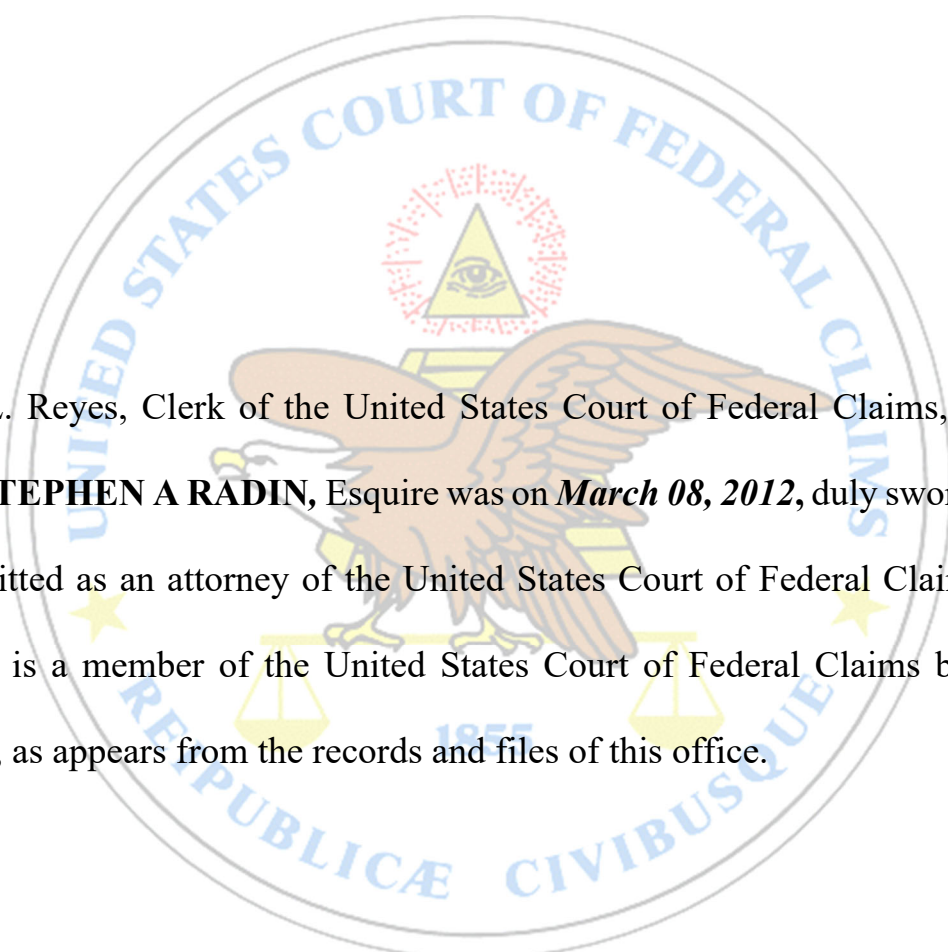
Dated at San Francisco, California on April 20, 2022.

A handwritten signature in cursive script, appearing to read "mcdwyer", is written above a horizontal line.

---

Clerk of the United States Circuit Court of Appeals for the Ninth Circuit

## In the United States Court of Federal Claims

The seal of the United States Court of Federal Claims is a large, faint circular watermark in the background. It features an eagle with spread wings perched on a shield. Above the eagle is a triangle containing an eye, surrounded by a circular border of stars. The words "UNITED STATES COURT OF FEDERAL CLAIMS" are written in a circle around the top, and "REPUBLICÆ CIVIBUSQUE" is written around the bottom. The year "1855" is visible near the bottom center.

I, Lisa L. Reyes, Clerk of the United States Court of Federal Claims, do hereby certify **STEPHEN A RADIN**, Esquire was on **March 08, 2012**, duly sworn, enrolled and admitted as an attorney of the United States Court of Federal Claims; and on this date is a member of the United States Court of Federal Claims bar in good standing, as appears from the records and files of this office.

IN TESTIMONY WHEREOF I have hereunto  
subscribed my hand and affixed the seal  
of said Court at Washington, D.C.,  
this 20<sup>th</sup> day of April, A.D., 2022.

  
Lisa L. Reyes, Clerk